

MICHAEL PARTRIDGE

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

AWARE PRODUCTS LLC D/B/A )  
VOYANT BEAUTY, )

Plaintiff, )

vs. )

NO. 4:21-CV-249-JCH

EPICURE MEDICAL, LLC, )  
FOXHOLE MEDICAL, LLC, and )  
LEE ORI, )

Defendants. )

REMOTE DEPOSITION UPON ORAL EXAMINATION OF  
MICHAEL PARTRIDGE

TUESDAY, APRIL 5, 2022  
9:37 A.M.

(All participants are appearing remotely)

EXHIBIT

2

REPORTED BY:  
MONNA J. NICKESON, CLR, RPR, CRR, CCR NO. 3322  
JOB: 209371

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request to Foxhole?

A. Michelle Jimenez would have sent the credit application to Lee.

Q. Asking -- well, I'm asking if that letter of -- sorry, that application would have been directed to Foxhole?

A. It was directed to Lee Ori.

Q. Why was the letter of intent -- why would the application be directed to Lee Ori?

A. Because Lee informed us that he was in process of setting up a separate LLC for Epicure.

Q. And so when the -- when that application would have been sent, would it have been sent to Foxhole or Epicure, or who did Voyant intend to complete that letter of -- that application for credit?

MR. PENN: Objection to form.

THE WITNESS: At that point, Epicure had been established, and the credit application would be through Epicure.

BY MR. KORANTENG:

Q. Do you need a break, or do you want to keep going?

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2 Q. And what -- this is page 2 of the  
3 document -- of the three-page document; is that  
4 correct?

5 A. Correct.

6 Q. Can you tell us what this is?

7 A. This is the letter of intent.

8 Q. From whom to who?

9 A. From Foxhole Medical to  
10 Michael Partridge from Lee Ori.

11 Q. Can you read what the letter of  
12 intent says, please?

13 A. March 26th, 2020, to myself, Re:  
14 Letter of Intent 2-ounce Gel Formula Alcohol  
15 Sanitizer.

16 "Michael, we are committed to of  
17 purchasing 1 million units of 2-ounce hand  
18 sanitizer at turnkey price of 93 cents per unit  
19 FOB our dock Chatsworth, California. This  
20 letter of intent intended for you to  
21 immediately procure the bottles and caps prior  
22 to a formal purchase order. Sincerely,  
23 Lee Ori."

24 Q. And at the time when this was  
25 submitted, who did you understand that Lee Ori

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2 A. Correct.

3 Q. On page 2 of this document is a  
4 credit application; do you see that?

5 A. I do.

6 Q. Who is listed as the business  
7 information, who is listed on there?

8 A. Epicure Medical, LLC.

9 Q. Was it Voyant's intention for  
10 Epicure to fill out this credit application?

11 MR. PENN: Objection to form.

12 THE WITNESS: We had known that Lee  
13 was creating another company specific for  
14 this business.

15 BY MR. KORANTENG:

16 Q. When you say we had known, you  
17 mean -- do you mean Voyant knew?

18 A. Correct, yes.

19 Q. And when did you know that Lee was  
20 creating another company specific for this  
21 business?

22 A. I can't tell you exactly, but we  
23 knew in -- during preliminary conversations  
24 with Lee and Paul that they were creating a  
25 separate company.

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Q. And you knew that that company was going to be the one that was going to be used for the hand sanitizer business?

A. Correct.

Q. Is it fair, then, to say that you knew Foxhole wasn't going to be the company that fulfilled the March 26 LOI that it submitted?

MR. PENN: Objection to form.

THE WITNESS: At this point, yes.

BY MR. KORANTENG:

Q. So I'm sorry, let me go back to this credit application. You see the business information over here, at the top of the application.

Can you tell us again which -- what company is listed there?

A. Epicure Medical, LLC.

Q. And you testified earlier that you did not discuss this application with Lee Ori or Paul Heslin, or anybody else, for that matter; is that correct?

A. Correct.

Q. Was there any point in time when

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A. We did not offer them a dollar value of credit, no. As part of their payment terms, yes.

Q. What's the distinction? You said if you decide you weren't going to offer credit, then you don't check the trade references.

Was that your testimony?

A. Correct.

Q. Okay. And in this case, you didn't check the trade references; is that correct?

A. I said I don't know.

Q. Okay. So when you say you did not offer them a credit limit, what do you mean by that?

A. A credit limit would allow you to purchase up to that limit without any deposits.

Q. And so are you saying that you offered Epicure Medical unlimited credit?

MR. PENN: Objection to form.

THE WITNESS: We did not authorize them a credit limit, no.

BY MR. KORANTENG:

Q. Did you authorize them to order anything without making any deposits -- up to

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any amount at all without making any deposits?

A. No.

Q. Is it fair to say, then, that you did not authorize any credit for them, then?

A. No.

Q. It's not fair to say that?

A. Correct.

Q. What credit did you offer them?

A. Their payment terms had a 10-day window at the end.

Q. Are you equating payment terms to credit?

A. Yes.

Q. When you offer your customers payment terms, do you -- do you make that determination on the basis of the credit application?

A. Not necessarily, no.

Q. What do you base that off of?

A. It's a group decision from the executive and sales.

Q. In this case, what specifically did the executive and sales decide as far as what to offer -- what to offer Epicure Medical, LLC?

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2 A. This is an internal lab at Voyant.

3 Q. So when you say, "We received a new  
4 alcohol sample today. It smelled just fine,  
5 which is amazing. I've overnighted it to a lab  
6 to do the testing for aldehydes, methanol,  
7 benzene, and other impurities."

8 You're referring to a lab that you  
9 own?

10 A. Correct.

11 Q. Where is that located?

12 A. In Chicago.

13 Q. What was the result of this testing  
14 that was done? Did you catch my question,  
15 Mr. Partridge?

16 A. I did.

17 Q. Okay. Sorry. Sorry, I thought  
18 maybe it didn't come through.

19 A. So we were testing a number of  
20 alcohol suppliers. I can't say from this email  
21 which supplier this was, as there were multiple  
22 suppliers that we were doing testing for.

23 Q. On May 21st of 2020, in this email  
24 you are -- it sounded like you are talking  
25 about a particular sample.



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THE WITNESS: So I'll go back to the timing. I don't remember if the initial purchase orders were Epicure or if they were Foxhole. If we'd been given notice already that Epicure was ready to go, it would be to Epicure.

BY MR. KORANTENG:

Q. Okay.

A. If not, it would be Foxhole. Either way, an email would go to Lee Ori at Foxhole.

Q. Okay. I appreciate that.

So my question is, regardless of where you sent the email, the purchase orders were directed to an entity; is that correct?

A. Correct.

Q. And that would have been either Foxhole or Epicure; is that correct?

A. Correct.

Q. Did you manufacture any products with Foxhole name on it?

A. No.

Q. Did you ship anything in terms of any hand sanitizer that you produced to Foxhole Medical, LLC?

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2 purchase orders are listed on Exhibit 2 as  
3 well?

4 MR. PENN: Objection to form.

5 BY MR. KORANTENG:

6 Q. I'm going withdraw that question.  
7 Let me ask a better question. Only if I can  
8 navigate this thing.

9 Is it fair to say that these  
10 purchase orders that we're looking at in  
11 Exhibit 2 all came from Epicure?

12 A. Yes.

13 Q. Okay. And I know you said earlier  
14 that there may have been a small purchase order  
15 for some sort of administrative fee or  
16 something.

17 But as you sit here today, you can't  
18 say that that came from Foxhole Medical, LLC,  
19 can you?

20 A. I cannot.

21 Q. Having looked at Exhibit 22 and come  
22 back to refer to Exhibit 2, can you now answer  
23 the question as to whether you received any  
24 purchase orders from Foxhole Medical, LLC?

25 A. Yes.

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2 Q. You can? What's your answer?

3 A. We did not.

4 Q. Okay. Thank you.

5 MR. KORANTENG: All right. Can we  
6 take a very short break, five minutes? Let  
7 me see -- go through my notes real quick  
8 and see what I have left real quick. And  
9 then when we come back, I'm sure that I  
10 will get to the end of my questioning.

11 MR. PENN: That's fine with me.

12 THE VIDEOGRAPHER: Okay. Going off  
13 the record. The time is 3:39.

14 (A recess was taken.)

15 THE VIDEOGRAPHER: We're back on the  
16 record. The time is 3:50.

17 BY MR. KORANTENG:

18 Q. Mr. Partridge, I just posted in the  
19 chat Aware Depo Exhibit 29. It would be this  
20 deposition's Exhibit 23.

21 (Exhibit 23 was identified.)

22 BY MR. KORANTENG:

23 Q. Share my screen so you can see it as  
24 well.

25 Can you see my screen?

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2 be not, is that what you're saying?

3 MR. PENN: Objection. Asked and  
4 answered.

5 THE WITNESS: I do not know.

6 BY MR. KORANTENG:

7 Q. As we're going through this, did you  
8 see any of these invoices that was directed at  
9 Foxhole Medical, LLC?

10 A. No.

11 Q. Did Voyant send any invoices to  
12 Foxhole Medical, LLC?

13 A. Not that I'm aware of.

14 Q. You testified earlier that one of  
15 your -- one element of your damages was bottle  
16 materials that -- materials that you guys could  
17 not -- could not be returned.

18 Do you recall that testimony?

19 A. Yes.

20 Q. What was -- what were those bottled  
21 materials?

22 A. They were bottles to put the product  
23 in.

24 Q. What do they comprise of, bottles,  
25 caps, what?